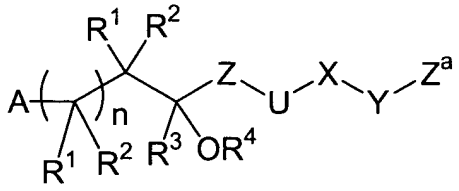
## AMENDMENT

**In the Claims:**

Please withdraw Claims 10-14 and cancel Claims 15-18 without prejudice or waiver.

This listing of claims will replace all prior versions and listings of claims in the application.

Claim 1. (Original) A compound of Formula (I):



(I)

or a stereoisomer or pharmaceutically acceptable salt form thereof, wherein:

A is -C(O)NHOH, -C(O)NHOR$^5$, -C(O)NHOR$^6$, -N(OH)COR$^5$, or -N(OH)CHO;

U is absent or is O, NR$^{a1}$, C(O), CR$^a$(OH), C(O)O, OC(O), C(O)NR$^{a1}$, NR$^{a1}$C(O), OC(O)O, OC(O)NR$^{a1}$, NR$^{a1}$C(O)O, NR$^{a1}$C(O)NR$^{a1}$, S(O)$_p$, S(O)$_p$NR$^{a1}$, NR$^{a1}$S(O)$_p$, or NR$^{a1}$SO$_2$NR$^{a1}$;

X is absent or is $C_{1-10}$ alkylene, $C_{2-10}$ alkenylene, or $C_{2-10}$ alkynylene;

Y is absent or is O, NR$^{a1}$, S(O)$_p$, or C(O);

provided that U-X-Y form a linker of at least two atoms between Z and Z$^a$ and is other than OC(O) or OC(O)alkylene;

Z is phenyl substituted with 0-1 R$^b$, naphthyl substituted with 0-1 R$^b$, pyridyl substituted with 0-1 R$^b$, or pyrimidyl substituted with 0-1 R$^b$;

Z$^a$ is a $C_{3-13}$ carbocycle substituted with 1-5 R$^c$ or a 5-14 membered heterocycle consisting of carbon atoms and 1-4 heteroatoms selected from N, O, and S(O)$_p$, and substituted with 1-5 R$^c$, provided that if Z$^a$ is bicyclic, it does not contain a bridging nitrogen atom;

provided that U, Y, Z, and Z$^a$ do not combine to form a N-N, N-O, O-N, O-O, S(O)$_p$-O, O-S(O)$_p$, or S(O)$_p$-S(O)$_p$ group;

$R^1$ is Q, $C_{1-6}$ alkylene-Q, $C_{2-6}$ alkenylene-Q, $C_{2-6}$ alkynylene-Q, $-(CR^aR^{a1})_rO(CR^aR^{a1})_s$-Q, $-(CR^aR^{a1})_rNR^a(CR^aR^{a1})_s$-Q, $-(CR^aR^{a1})_rC(O)(CR^aR^{a1})_s$-Q, $-(CR^aR^{a1})_rC(O)O(CR^aR^{a1})_s$-Q, $-(CR^aR^{a1})_rOC(O)(CR^aR^{a1})_s$-Q, $-(CR^aR^{a1})_rC(O)NR^aR^{a1}$, $-(CR^aR^{a1})_rC(O)NR^a(CR^aR^{a1})_s$-Q, $-(CR^aR^{a1})_rNR^aC(O)(CR^aR^{a1})_s$-Q, $-(CR^aR^{a1})_rOC(O)O(CR^aR^{a1})_s$-Q, $-(CR^aR^{a1})_rOC(O)NR^a(CR^aR^{a1})_s$-Q, $-(CR^aR^{a1})_rNR^aC(O)O(CR^aR^{a1})_s$-Q, $-(CR^aR^{a1})_rNR^aC(O)NR^a(CR^aR^{a1})_s$-Q, $-(CR^aR^{a1})_rS(O)_p(CR^aR^{a1})_s$-Q, $-(CR^aR^{a1})_rSO_2NR^a(CR^aR^{a1})_s$-Q, $-(CR^aR^{a1})_rNR^aSO_2(CR^aR^{a1})_s$-Q, or $(CR^aR^{a1})_rNR^aSO_2NR^a(CR^aR^{a1})_s$-Q;

$R^2$ is $Q^1$, $C_{1-6}$ alkylene-$Q^1$, $C_{2-6}$ alkenylene-$Q^1$, $C_{2-6}$ alkynylene-$Q^1$, $-(CR^aR^{a1})_rO(CR^aR^{a1})_s$-$Q^1$, $-(CR^aR^{a1})_rNR^a(CR^aR^{a1})_s$-$Q^1$, $-(CR^aR^{a1})_rC(O)(CR^aR^{a1})_s$-$Q^1$, $-(CR^aR^{a1})_rC(O)O(CR^aR^{a1})_s$-$Q^1$, $-(CR^aR^{a1})_rOC(O)(CR^aR^{a1})_s$-$Q^1$, $-(CR^aR^{a1})_rC(O)NR^aR^{a1}$, $-(CR^aR^{a1})_rC(O)NR^a(CR^aR^{a1})_s$-$Q^1$, $-(CR^aR^{a1})_rNR^aC(O)(CR^aR^{a1})_s$-$Q^1$, $-(CR^aR^{a1})_rOC(O)O(CR^aR^{a1})_s$-$Q^1$, $-(CR^aR^{a1})_rOC(O)NR^a(CR^aR^{a1})_s$-$Q^1$, $-(CR^aR^{a1})_rNR^aC(O)NR^a(CR^aR^{a1})_s$-$Q^1$, $-(CR^aR^{a1}{}_2)_rS(O)_p(CR^aR^{a1})_s$-$Q^1$, $-(CR^aR^{a1})_rSO_2NR^a(CR^aR^{a1})_s$-$Q^1$, $-(CR^aR^{a1})_rNR^aSO_2(CR^aR^{a1})_s$-$Q^1$, or $-(CR^aR^{a1})_rNR^aSO_2NR^a(CR^aR^{a1})_s$-$Q^1$;

provided that when n is 0 and $CR^1R^2$ is $CHNH_2$, then $Z^a$ is other than unsubstituted phenyl;

Q is, independently at each occurrence, H, $CHF_2$, $CH_2F$, $CF_3$, a $C_{3-13}$ carbocycle substituted with 0-5 $R^d$, or a 5-14 membered heterocycle consisting of carbon atoms and 1-4 heteroatoms selected from N, O, and $S(O)_p$, and substituted with 0-5 $R^d$;

$Q^1$ is, independently at each occurrence, H, a $C_{3-13}$ carbocycle substituted with 0-5 $R^d$, or a 5-14 membered heterocycle consisting of carbon atoms and 1-4 heteroatoms selected from N, O, and $S(O)_p$, and substituted with 0-5 $R^d$;

alternatively, $R^1$ and $R^2$, when attached to the same carbon atom, combine to form a 3-7 membered carbocyclic or heterocyclic ring consisting of: carbon atoms and 0-3 heteroatoms selected from the group consisting of N, O, and $S(O)_p$ and substituted with 0-2 $R^d$;

alternatively, when two $R^1$ groups are present they and the two carbon atoms to which they are attached combine to form a 4-7 membered carbocyclic or heterocyclic ring consisting of: carbon atoms and 0-3 heteroatoms selected from the group consisting of N, O, and $S(O)_p$ and substituted with 0-2 $R^d$, provided that when $R^1$s combine to form a ring Z is other than naphthylene;

$R^3$ is H or $C_{1-6}$ alkyl;

$R^4$ is H, $C_{1-6}$ alkyl, phenyl, or benzyl;

provided that when $R^4$ is other than H and n is 0, then one or both of $R^1$ and $R^2$ are other than H;

alternatively, $R^3$ and $R^4$ together with the carbon and oxygen atoms to which they are attached form a 5-6 membered ring consisting of, in addition to the carbon and oxygen atom shown, carbon atoms and 0-1 ring double bonds and substituted with 0-2 $R^c$;

$R^a$ is, independently at each occurrence, H, $C_{1-6}$ alkyl, phenyl, or benzyl;

$R^{a1}$ is, independently at each occurrence, H, $C_{1-6}$ alkyl substituted with 0-1 $R^{c1}$, $C_{2-6}$ alkenyl substituted with 0-1 $R^{c1}$, $C_{2-6}$ alkynyl substituted with 0-1 $R^{c1}$, or $-(CH_2)_r$-3-8 membered carbocyclic or heterocyclic ring consisting of carbon atoms and 0-2 ring heteroatoms selected from N, $NR^{a2}$, O, and $S(O)_p$, and substituted with 0-3 $R^{c1}$;

alternatively, $R^a$ and $R^{a1}$ when attached to a nitrogen, together with the nitrogen to which they are attached, combine to form a 5 or 6 membered heterocycle consisting of carbon atoms and from 0-1 additional heteroatoms selected from N, $NR^{a2}$, O, and $S(O)_p$;

$R^{a2}$ is, independently at each occurrence, $C_{1-4}$ alkyl, phenyl, or benzyl;

$R^{a3}$ is, independently at each occurrence, H, $C_{1-6}$ alkyl substituted with 0-1 $R^{c1}$, $C_{2-6}$ alkenyl substituted with 0-1 $R^{c1}$, $C_{2-6}$ alkynyl substituted with 0-1 $R^{c1}$, or $-(CH_2)_r$-3-8 membered carbocyclic or heterocyclic ring consisting of carbon atoms and 0-2 ring heteroatoms selected from N, $NR^{a2}$, O, and $S(O)_p$, and substituted with 0-3 $R^{c1}$;

$R^b$ is, independently at each occurrence, $C_{1-6}$ alkyl substituted with 0-1 $R^{c1}$, $OR^a$, $SR^a$, Cl, F, Br, I, =O, CN, $NO_2$, $-NR^aR^{a1}$, $-C(O)R^a$, $-C(O)OR^a$, $-C(O)NR^aR^{a1}$, $-C(S)NR^aR^{a1}$, $-NR^aC(O)NR^aR^{a1}$, $-OC(O)NR^aR^{a1}$, $-NR^aC(O)OR^a$, $-S(O)_2NR^aR^{a1}$,

$-NR^aS(O)_2R^{a3}$, $-NR^aS(O)_2NR^aR^{a1}$, $-OS(O)_2NR^aR^{a1}$, $-S(O)_pR^{a3}$, $CF_3$, $CF_2CF_3$, $CHF_2$, $CH_2F$, or phenyl;

$R^c$ is, independently at each occurrence, H, $OR^a$, Cl, F, Br, I, =O, CN, $NO_2$, $CF_3$, $-CF_2CF_3$, $CH_2F$, $CHF_2$, $-(CR^aR^{a1})_rNR^aR^{a1}$, $-(CR^aR^{a1})_rC(=NCN)NR^aR^{a1}$, $-(CR^aR^{a1})_rC(=NR^a)NR^aR^{a1}$, $-(CR^aR^{a1})_rC(=NOR^a)NR^aR^{a1}$, $-(CR^aR^{a1})_rC(O)NR^aOH$, $-(CR^aR^{a1})_rC(O)R^{a1}$, $-(CR^aR^{a1})_rC(O)OR^{a1}$, $-(CR^aR^{a1})_rC(S)OR^{a1}$, $-(CR^aR^{a1})_rC(O)NR^aR^{a1}$, $-(CR^aR^{a1})_rNR^aC(O)R^{a1}$, $-(CR^aR^{a1})_rC(S)NR^aR^{a1}$, $-(CR^aR^{a1})_rOC(O)NR^aR^{a1}$, $-(CR^aR^{a1})_rNR^aC(O)OR^{a1}$, $-(CR^aR^{a1})_rNR^aC(O)NR^aR^{a1}$, $-(CR^aR^{a1})_rS(O)_pR^{a3}$, $-(CR^aR^{a1})_rSO_2NR^aR^{a1}$, $-(CR^aR^{a1})_rNR^aSO_2R^{a3}$, $-(CR^aR^{a1})_rNR^aSO_2NR^aR^{a1}$, $C_{1-6}$ alkyl substituted with 0-2 $R^{c1}$, $C_{2-6}$ alkenyl substituted with 0-2 $R^{c1}$, $C_{2-6}$ alkynyl substituted with 0-2 $R^{c1}$, $(CR^aR^{a1})_r$-$C_{3-10}$ carbocycle substituted with 0-2 $R^{c1}$, or $(CR^aR^{a1})_r$-5-14 membered heterocycle consisting of carbon atoms and 1-4 heteroatoms selected from N, O, and $S(O)_p$, and substituted with 0-2 $R^{c1}$;

alternatively, when two $R^c$ groups are attached to the same carbon atom, they form a 3-8 membered carbocyclic or heterocyclic spiro ring C substituted with 0-2 $R^{c1}$ and consisting of carbon atoms, 0-4 ring heteroatoms selected from O, N, and $S(O)_p$, and 0-2 double bonds, provided that ring C contains other than a S-S, O-O, or S-O bond;

alternatively, when two $R^c$ groups are attached to adjacent carbon atoms, together with the carbon atoms to which they are attached they form a 5-7 membered carbocyclic or heterocyclic ring D substituted with 0-2 $R^{c1}$ and consisting of: carbon atoms and 0-2 heteroatoms selected from N, O, and $S(O)_p$;

$R^{c1}$ is, independently at each occurrence, H, $C_{1-4}$ alkyl, $OR^a$, Cl, F, Br, I, =O, $CF_3$, CN, $NO_2$, $-C(O)R^a$, $-C(O)OR^a$, $-C(O)NR^aR^a$, or $-S(O)_pR^a$;

$R^d$ is, independently at each occurrence, $C_{1-6}$ alkyl, $OR^a$, Cl, F, Br, I, =O, CN, $NO_2$, $NR^aR^{a1}$, $C(O)R^a$, $C(O)OR^a$, $C(O)NR^aR^{a1}$, $C(S)NR^aR^{a1}$, $R^aNC(O)NR^aR^{a1}$, $OC(O)NR^aR^{a1}$, $R^aNC(O)O$, $S(O)_2NR^aR^{a1}$, $NR^aS(O)_2R^{a3}$, $NR^aS(O)_2NR^aR^{a1}$, $OS(O)_2NR^aR^{a1}$, $S(O)_pR^{a3}$, $CF_3$, $CF_2CF_3$, $C_{3-10}$ carbocycle, or a 5-14 membered

heterocycle consisting of carbon atoms and 1-4 heteroatoms selected from N, O, and $S(O)_p$;

$R^5$ is, independently at each occurrence, $C_{1-10}$ alkyl substituted with 0-2 $R^b$, or $C_{1-8}$ alkyl substituted with 0-2 $R^e$;

$R^e$ is, independently at each occurrence, phenyl substituted with 0-2 $R^b$, or biphenyl substituted with 0-2 $R^b$;

$R^6$ is, independently at each occurrence, phenyl, naphthyl, $C_{1-10}$ alkyl-phenyl-$C_{1-6}$ alkyl-, $C_{3-11}$ cycloalkyl, $C_{1-6}$ alkylcarbonyloxy-$C_{1-3}$ alkyl-, $C_{1-6}$ alkoxycarbonyloxy-$C_{1-3}$ alkyl-, $C_{2-10}$ alkoxycarbonyl, $C_{3-6}$ cycloalkylcarbonyloxy-$C_{1-3}$ alkyl-, $C_{3-6}$ cycloalkoxycarbonyloxy-$C_{1-3}$ alkyl-, $C_{3-6}$ cycloalkoxycarbonyl, phenoxycarbonyl, phenyloxycarbonyloxy-$C_{1-3}$ alkyl-, phenylcarbonyloxy-$C_{1-3}$ alkyl-, $C_{1-6}$ alkoxy-$C_{1-6}$ alkylcarbonyloxy-$C_{1-3}$ alkyl-, [5-($C_1$-$C_5$ alkyl)-1,3-dioxa-cyclopenten-2-one-yl]methyl, [5-($R^a$)-1,3-dioxa-cyclopenten-2-one-yl]methyl, (5-aryl-1,3-dioxa-cyclopenten-2-one-yl)methyl, -$C_{1-10}$ alkyl-$NR^7R^{7a}$, -$CH(R^8)OC(=O)R^9$, or -$CH(R^8)OC(=O)OR^9$;

$R^7$ is H, $C_{1-10}$ alkyl, $C_{2-6}$ alkenyl, $C_{3-6}$ cycloalkyl-$C_{1-3}$ alkyl-, or phenyl-$C_{1-6}$ alkyl-;

$R^{7a}$ is H, $C_{1-10}$ alkyl, $C_{2-6}$ alkenyl, $C_{3-6}$ cycloalkyl-$C_{1-3}$ alkyl-, or phenyl-$C_{1-6}$ alkyl-;

$R^8$ is H or $C_{1-4}$ linear alkyl;

$R^9$ is H, $C_{1-8}$ alkyl substituted with 1-2 $R^f$, $C_{3-8}$ cycloalkyl substituted with 1-2 $R^f$, or phenyl substituted with 0-2 $R^b$;

$R^f$ is, independently at each occurrence, $C_{1-4}$ alkyl, $C_{3-8}$ cycloalkyl, $C_{1-5}$ alkoxy, or phenyl substituted with 0-2 $R^b$;

n is 0 or 1;

p, at each occurrence, is selected from 0, 1, and 2;

r, at each occurrence, is selected from 0, 1, 2, 3, and 4; and

s, at each occurrence, is selected from 0, 1, 2, 3, and 4;

provided that:

(a) when $R^4$, $R^1$, and $R^2$ are all H, then $Z^a$ is other than a benzo-fused 5-6 membered heterocycle attached at the 2- or 3-position of the 5-6 membered heterocycle; and

(b) when $Z^a$ is a benzo-fused 5-6 membered heterocycle attached at the 2- or 3-position of the 5-6 membered heterocycle, then at least one of $R^1$, $R^2$, and $R^4$ is other than H.

Claim 2. (Original) A compound according to Claim 1, wherein:

U is absent or is O, $NR^{a1}$, C(O), $CR^a(OH)$, C(O)O, OC(O), $C(O)NR^{a1}$, $NR^{a1}C(O)$, $S(O)_p$, $S(O)_pNR^{a1}$, or $NR^{a1}S(O)_p$;

X is absent or is $C_{1-3}$ alkylene or $C_{3-4}$ alkynylene;

Y is absent or is O, $NR^{a1}$, $S(O)_p$, or C(O);

provided that U-X-Y form a linker of at least two atoms between Z and $Z^a$ and is other than OC(O) or OC(O)alkylene;

Z is phenyl substituted with 0-1 $R^b$, naphthyl substituted with 0-1 $R^b$, or pyridyl substituted with 0-1 $R^b$;

$Z^a$ is a $C_{3-13}$ carbocycle substituted with 1-3 $R^c$ or a 5-14 membered heterocycle consisting of carbon atoms and 1-4 heteroatoms selected from N, O, and $S(O)_p$, and substituted with 1-3 $R^c$, provided that if $Z^a$ is bicyclic, it does not contain a bridging nitrogen atom;

provided that U, Y, Z, and $Z^a$ do not combine to form a N-N, N-O, O-N, O-O, $S(O)_p$-O, O-$S(O)_p$, or $S(O)_p$-$S(O)_p$ group;

$R^1$ is Q, $C_{1-6}$ alkylene-Q, $C_{2-6}$ alkenylene-Q, $C_{2-6}$ alkynylene-Q, $-(CR^aR^{a1})_rO(CR^aR^{a1})_s$-Q, $-(CR^aR^{a1})_rNR^a(CR^aR^{a1})_s$-Q, $-(CR^aR^{a1})_rC(O)(CR^aR^{a1})_s$-Q, $-(CR^aR^{a1})_rC(O)O(CR^aR^{a1})_s$-Q, $-(CR^aR^{a1})_rC(O)NR^aR^{a1}$, $-(CR^aR^{a1})_rC(O)NR^a(CR^aR^{a1})_s$-Q, $-(CR^aR^{a1})_rS(O)_p(CR^aR^{a1})_s$-Q, $-(CR^aR^{a1})_rSO_2NR^a(CR^aR^{a1})_s$-Q, or $-(CR^aR^{a1})_rNR^aSO_2(CR^aR^{a1})_s$-Q;

$R^2$ is $Q^1$, $C_{1-6}$ alkylene-$Q^1$, $C_{2-6}$ alkenylene-$Q^1$, $C_{2-6}$ alkynylene-$Q^1$,

$-(CR^aR^{a1})_rO(CR^aR^{a1})_s-Q^1$, $-(CR^aR^{a1})_rNR^a(CR^aR^{a1})_s-Q^1$, $-(CR^aR^{a1})_rC(O)(CR^aR^{a1})_s-Q^1$, $-(CR^aR^{a1})_rC(O)O(CR^aR^{a1})_s-Q^1$, $-(CR^aR^{a1})_rOC(O)(CR^aR^{a1})_s-Q^1$, $-(CR^aR^{a1})_rC(O)NR^aR^{a1}$, $-(CR^aR^{a1})_rC(O)NR^a(CR^aR^{a1})_s-Q^1$, $-(CR^aR^{a1})_rNR^aC(O)(CR^aR^{a1})_s-Q^1$, $-(CR^aR^{a1}{}_2)_rS(O)_p(CR^aR^{a1})_s-Q^1$, $-(CR^aR^{a1})_rSO_2NR^a(CR^aR^{a1})_s-Q^1$, or $-(CR^aR^{a1})_rNR^aSO_2(CR^aR^{a1})_s-Q^1$;

provided that when n is 0 and $CR^1R^2$ is $CHNH_2$, then $Z^a$ is other than unsubstituted phenyl;

Q is, independently at each occurrence, H, $CHF_2$, $CH_2F$, $CF_3$, a $C_{3-13}$ carbocycle substituted with 0-3 $R^d$, or a 5-14 membered heterocycle consisting of carbon atoms and 1-4 heteroatoms selected from N, O, and $S(O)_p$, and substituted with 0-3 $R^d$;

alternatively, $R^1$ and $R^2$, when attached to the same carbon atom, combine to form a 5-6 membered carbocyclic or heterocyclic ring consisting of: carbon atoms and 0-3 heteroatoms selected from the group consisting of N, O, and $S(O)_p$ and substituted with 0-2 $R^d$;

$R^a$ is, independently at each occurrence, H, $C_{1-6}$ alkyl, phenyl, or benzyl;

$R^{a1}$ is, independently at each occurrence, H, $C_{1-6}$ alkyl, $C_{2-6}$ alkenyl, $C_{2-6}$ alkynyl, or $-(CH_2)_r$-3-8 membered carbocyclic or heterocyclic ring consisting of carbon atoms and 0-2 ring heteroatoms selected from N, $NR^{a2}$, O, and $S(O)_p$;

alternatively, $R^a$ and $R^{a1}$ when attached to a nitrogen, together with the nitrogen to which they are attached, combine to form a 5 or 6 membered heterocycle consisting of carbon atoms and from 0-1 additional heteroatoms selected from N, $NR^{a2}$, O, and $S(O)_p$;

$R^c$ is, independently at each occurrence, H, $OR^a$, Cl, F, Br, =O, CN, $NO_2$, $CF_3$, $CH_2F$, $CHF_2$, $CF_2CF_3$, $-(CR^aR^{a1})_rNR^aR^{a1}$, $-(CR^aR^{a1})_rC(O)R^{a1}$, $-(CR^aR^{a1})_rC(O)OR^{a1}$, $-(CR^aR^{a1})_rC(O)NR^aR^{a1}$, $-(CR^aR^{a1})_rNR^aC(O)R^{a1}$, $-(CR^aR^{a1})_rS(O)_pR^{a3}$, $-(CR^aR^{a1})_rSO_2NR^aR^{a1}$, $-(CR^aR^{a1})_rNR^aSO_2R^{a3}$, $C_{1-6}$ alkyl substituted with 0-1 $R^{c1}$, $C_{2-6}$ alkenyl substituted with 0-1 $R^{c1}$, $C_{2-6}$ alkynyl substituted with 0-1 $R^{c1}$,

$-(CH_2)_r-C_{3-6}$ carbocycle substituted with 0-2 $R^{c1}$, or $-(CH_2)_r$-5-6 membered heterocycle consisting of carbon atoms and 1-4 heteroatoms selected from N, O, and $S(O)_p$, and substituted with 0-2 $R^{c1}$;

alternatively, when two $R^c$ groups are attached to the same carbon atom, they form a 3-8 membered carbocyclic or heterocyclic spiro ring C substituted with 0-2 $R^{c1}$ and consisting of carbon atoms, 0-4 ring heteroatoms selected from O, N, and $S(O)_p$, and 0-2 double bonds, provided that ring C contains other than a S-S, O-O, or S-O bond;

alternatively, when two $R^c$ groups are attached to adjacent carbon atoms, together with the carbon atoms to which they are attached they form a 5-7 membered carbocyclic or heterocyclic ring D substituted with 0-2 $R^{c1}$ and consisting of: carbon atoms and 0-2 heteroatoms selected from N, O, and $S(O)_p$;

$R^d$ is, independently at each occurrence, $C_{1-6}$ alkyl, $OR^a$, Cl, F, Br, =O, CN, $NO_2$, $-NR^aR^{a1}$, $-C(O)R^a$, $-C(O)OR^a$, $-C(O)NR^aR^{a1}$, $-S(O)_2NR^aR^{a1}$, $-NR^aS(O)_2R^{a3}$, $-S(O)_pR^{a3}$, $CF_3$, $C_{3-6}$ carbocycle, or a 5-6 membered heterocycle consisting of carbon atoms and 1-4 heteroatoms selected from N, O, and $S(O)_p$;

$R^5$ is, independently at each occurrence, $C_{1-6}$ alkyl substituted with 0-2 $R^b$, or $C_{1-4}$ alkyl substituted with 0-2 $R^e$;

$R^7$ is H, $C_{1-6}$ alkyl, $C_{2-6}$ alkenyl, $C_{3-6}$ cycloalkyl-$C_{1-3}$ alkyl-, or phenyl-$C_{1-6}$ alkyl-;

$R^{7a}$ is H, $C_{1-6}$ alkyl, $C_{2-6}$ alkenyl, $C_{3-6}$ cycloalkyl-$C_{1-3}$ alkyl-, or phenyl-$C_{1-6}$ alkyl-;

$R^9$ is H, $C_{1-6}$ alkyl substituted with 1-2 $R^f$, $C_{3-6}$ cycloalkyl substituted with 1-2 $R^f$, or phenyl substituted with 0-2 $R^b$; and

$R^f$ is, independently at each occurrence, $C_{1-4}$ alkyl, $C_{3-6}$ cycloalkyl, $C_{1-5}$ alkoxy, or phenyl substituted with 0-2 $R^b$;

provided that:

(a) when $R^4$, $R^1$, and $R^2$ are all H, then $Z^a$ is other than a benzo-fused 5-6 membered heterocycle attached at the 2- or 3-position of the 5-6 membered heterocycle; and

(b) when $Z^a$ is a benzo-fused 5-6 membered heterocycle attached at the 2- or 3-position of the 5-6 membered heterocycle, then at least one of $R^1$, $R^2$, and $R^4$ is other than H.

Claim 3. (Original) A compound according to Claim 2, wherein:

A is -C(O)NHOH or -N(OH)CHO;

U is absent or is O, $NR^{a1}$, C(O), $CR^a(OH)$, $C(O)NR^{a1}$, $NR^{a1}C(O)$, $S(O)_p$, $S(O)_pNR^{a1}$, or $NR^{a1}S(O)_p$;

X is absent or is methylene, ethylene, propynylene, or butynylene;

provided that U-X-Y form a linker of at least two atoms between Z and $Z^a$;

$Z^a$ is a $C_{5-10}$ carbocycle substituted with 1-3 $R^c$, or a 5-10 membered heterocycle consisting of carbon atoms and 1-4 heteroatoms selected from N, O, and $S(O)_p$, and substituted with 1-3 $R^c$, provided that if $Z^a$ is bicyclic, it does not contain a bridging nitrogen atom;

provided that U, Y, Z, and $Z^a$ do not combine to form a N-N, N-O, O-N, O-O, $S(O)_p$-O, O-$S(O)_p$, or $S(O)_p$-$S(O)_p$ group;

$R^1$ is Q, $C_{1-6}$ alkylene-Q, $C_{2-6}$ alkenylene-Q, $C_{2-6}$ alkynylene-Q, $-(CH_2)_rO(CH_2)_s$-Q, $-(CH_2)_rNR^a(CH_2)_s$-Q, $-(CH_2)_rC(O)(CH_2)_s$-Q, $-(CH_2)_rC(O)O(CH_2)_s$-Q, $-(CH_2)_rC(O)NR^aR^{a1}$, $-(CH_2)_rC(O)NR^a(CH_2)_s$-Q, $-(CH_2)_rNR^aC(O)(CH_2)_s$-Q, $-(CH_2)_rS(O)_p(CH_2)_s$-Q, $-(CH_2)_rSO_2NR^a(CH_2)_s$-Q, or $-(CH_2)_rNR^aSO_2(CH_2)_s$-Q;

$R^2$ is $Q^1$, $C_{1-6}$ alkylene-$Q^1$, $C_{2-6}$ alkenylene-$Q^1$, $C_{2-6}$ alkynylene-$Q^1$, $-(CR^aR^{a1})_rO(CR^aR^{a1})_s$-$Q^1$, $-(CR^aR^{a1})_rNR^a(CR^aR^{a1})_s$-$Q^1$, $-(CR^aR^{a1})_rC(O)(CR^aR^{a1})_s$-$Q^1$, $-(CR^aR^{a1})_rC(O)O(CR^aR^{a1})_s$-$Q^1$, $-(CR^aR^{a1})_rC(O)NR^a(CR^aR^{a1})_s$-$Q^1$, $-(CR^aR^{a1})_rNR^aC(O)(CR^aR^{a1})_s$-$Q^1$, $-(CR^aR^{a1}{}_2)_rS(O)_p(CR^aR^{a1})_s$-$Q^1$, $-(CR^aR^{a1})_rSO_2NR^a(CR^aR^{a1})_s$-$Q^1$, or $-(CR^aR^{a1})_rNR^aSO_2(CR^aR^{a1})_s$-$Q^1$;

provided that when n is 0 and $CR^1R^2$ is $CHNH_2$, then $Z^a$ is other than unsubstituted phenyl;

Q is, independently at each occurrence, H, a $C_{3-8}$ carbocycle substituted with 0-3 $R^d$, or a 5-10 membered heterocycle consisting of carbon atoms and 1-4 heteroatoms selected from N, O, and $S(O)_p$, and substituted with 0-3 $R^d$;

$R^{a3}$ is, independently at each occurrence, H, $C_{1-6}$ alkyl, $C_{2-6}$ alkenyl, or $-(CH_2)_r$-3-8 membered carbocyclic or heterocyclic ring consisting of carbon atoms and 0-2 ring heteroatoms selected from N, $NR^{a2}$, O, and $S(O)_p$, and substituted with 0-3 $R^{c1}$;

$R^c$ is, independently at each occurrence, H, $OR^a$, Cl, F, Br, =O, $CF_3$, $CH_2F$, $CHF_2$, $-(CR^aR^{a1})_rNR^aR^{a1}$, $-(CR^aR^{a1})_rC(O)R^{a1}$, $-(CR^aR^{a1})_rC(O)OR^{a1}$, $-(CR^aR^{a1})_rC(O)NR^aR^{a1}$, $-(CR^aR^{a1})_rNR^aC(O)R^{a1}$, $-(CR^aR^{a1})_rS(O)_pR^{a3}$, $-(CR^aR^{a1})_rSO_2NR^aR^{a1}$, $-(CR^aR^{a1})_rNR^aSO_2R^{a3}$, $C_{1-6}$ alkyl, $C_{2-6}$ alkenyl, $C_{2-6}$ alkynyl, $C_{3-6}$ cycloalkyl substituted with 0-1 $R^{c1}$, phenyl substituted with 0-2 $R^{c1}$, or 5-6 membered heterocycle consisting of carbon atoms and 1-4 heteroatoms selected from N, O, and $S(O)_p$, and substituted with 0-2 $R^{c1}$;

alternatively, when two $R^c$ groups are attached to adjacent carbon atoms, together with the carbon atoms to which they are attached they form a 5-7 membered carbocyclic or heterocyclic ring D substituted with 0-2 $R^{c1}$ and consisting of: carbon atoms and 0-2 heteroatoms selected from N, O, and $S(O)_p$;

$R^d$ is, independently at each occurrence, $C_{1-6}$ alkyl, $OR^a$, Cl, F, Br, =O, $-NR^aR^{a1}$, $-C(O)R^a$, $-C(O)OR^a$, $-C(O)NR^aR^{a1}$, $-S(O)_2NR^aR^{a1}$, $-NR^aS(O)_2R^{a3}$, $-S(O)_pR^{a3}$, $CF_3$, or phenyl;

$R^5$ is, independently at each occurrence, $C_{1-4}$ alkyl substituted with 0-2 $R^b$, or $C_{1-4}$ alkyl substituted with 0-2 $R^e$;

r, at each occurrence, is selected from 0, 1, 2, and 3; and

s, at each occurrence, is selected from 0, 1, 2, and 3;

provided that:

(a) when $R^4$, $R^1$, and $R^2$ are all H, then $Z^a$ is other than a benzo-fused 5-6 membered heterocycle attached at the 2- or 3-position of the 5-6 membered heterocycle; and

(b) when $Z^a$ is a benzo-fused 5-6 membered heterocycle attached at the 2- or 3-position of the 5-6 membered heterocycle, then at least one of $R^1$, $R^2$, and $R^4$ is other than H.

Claim 4. (Original) A compound according to Claim 3, wherein:

A is -C(O)NHOH;

U is absent or is O, $NR^{a1}$, C(O), $CR^a(OH)$, $C(O)NR^{a1}$, $NR^{a1}C(O)$, $S(O)_pNR^{a1}$, or $NR^{a1}S(O)_p$;

Z is phenyl substituted with 0-1 $R^b$, or naphthyl substituted with 0-1 $R^b$;

$Z^a$ is phenyl substituted with 1-3 $R^c$, naphthyl substituted with 1-3 $R^c$, or a heterocycle substituted with 1-3 $R^c$ and selected from furanyl, tetrahydrofuranyl, thiazolyl, oxazolyl, imidazolyl, isothiazolyl, isoxazolyl, 4,5-dihydro-isoxazolyl, thienyl, triazolyl, thiadiazolyl, oxadiazolyl, pyridyl, pyrimidinyl, piperazinyl, piperidinyl, pyranyl, pyrazinyl, pyrazolyl, pyridoimidazolyl, pyrrolidinyl, pyrrolyl, indolyl, indolinyl, benzimidazolyl, benzothiazinyl, benzofuranyl, benzothiophenyl, benzoxazolyl, benzthiazolyl, benztriazolyl, benzisoxazolyl, benzisothiazolyl, quinolinyl, tetrahydroquinolinyl, isoquinolinyl, tetrahydro-isoquinolinyl, indazolyl, isobenzofuranyl, isoindazolyl, isoindolinyl, isoindolyl, methylenedioxyphenyl, quinazolinyl, 1,1-dioxido-2,3-dihydro-4H-1,4-benzothiazin-4-yl, 1,1-dioxido-3,4-dihydro-2*H*-1-benzothiopyran-4-yl, 3,4-dihydro-2*H*-chomen-4-yl, 2*H*-chomen-4-yl, and pyrazolo[1,5-a]pyridinyl;

provided that U, Y, Z, and $Z^a$ do not combine to form a N-N, N-O, O-N, O-O, $S(O)_p$-O, O-$S(O)_p$, or $S(O)_p$-$S(O)_p$ group;

$Q^1$ is, independently at each occurrence, H, a $C_{3-10}$ carbocycle substituted with 0-5 $R^d$, or a 5-10 membered heterocycle consisting of carbon atoms and 1-4 heteroatoms selected from N, O, and $S(O)_p$, and substituted with 0-3 $R^d$;

$R^{a1}$ is, independently at each occurrence, H, $C_{1-6}$ alkyl, phenyl, or benzyl;

$R^{a3}$ is, independently at each occurrence, H, $C_{1-6}$ alkyl, phenyl, or benzyl;

$R^c$ is, independently at each occurrence, H, $OR^a$, Cl, F, Br, =O, $CF_3$, $CH_2F$, $CHF_2$,

$-(CR^aR^{a1})_rNR^aR^{a1}$, $-(CR^aR^{a1})_rC(O)R^{a1}$, $-(CR^aR^{a1})_rC(O)OR^{a1}$, $-(CR^aR^{a1})_rC(O)NR^aR^{a1}$, $-(CR^aR^{a1})_rNR^aC(O)R^{a1}$, $-(CR^aR^{a1})_rS(O)_pR^{a3}$, $-(CR^aR^{a1})_rSO_2NR^aR^{a1}$, $-(CR^aR^{a1})_rNR^aSO_2R^{a3}$, $C_{1-6}$ alkyl, $C_{2-6}$ alkenyl, $C_{2-6}$ alkynyl, phenyl substituted with 0-2 $R^{c1}$, or 5-6 membered heterocycle consisting of carbon atoms and 1-4 heteroatoms selected from N, O, and $S(O)_p$, and substituted with 0-2 $R^{c1}$; and

alternatively, when two $R^c$ groups are attached to adjacent carbon atoms, together with the carbon atoms to which they are attached they form a 5-6 membered carbocyclic or heterocyclic ring D substituted with 0-2 $R^{c1}$ and consisting of: carbon atoms and 0-2 heteroatoms selected from N, O, and $S(O)_p$;

provided that:

(a) when $R^4$, $R^1$, and $R^2$ are all H, then $Z^a$ is other than a benzo-fused 5-6 membered heterocycle attached at the 2- or 3-position of the 5-6 membered heterocycle; and

(b) when $Z^a$ is a benzo-fused 5-6 membered heterocycle attached at the 2- or 3-position of the 5-6 membered heterocycle, then at least one of $R^1$, $R^2$, and $R^4$ is other than H.

Claim 5. (Original) A compound according to Claim 4, wherein:

U is absent or is O, $NR^{a1}$, C(O), $CR^a(OH)$, $C(O)NR^{a1}$, or $NR^{a1}C(O)$;

X is absent or is methylene or butynylene;

Y is absent or is O;

$R^2$ is $Q^1$, $C_{1-6}$ alkylene-$Q^1$, $C_{2-6}$ alkenylene-$Q^1$, $C_{2-6}$ alkynylene-$Q^1$, $-(CH_2)_rO(CH_2)_s-Q^1$, $-(CH_2)_rNR^a(CH_2)_s-Q^1$, $-(CH_2)_rC(O)(CH_2)_s-Q^1$, $-(CH_2)_rC(O)O(CH_2)_s-Q^1$, $-(CH_2)_rC(O)NR^a(CH_2)_s-Q^1$, $-(CH_2)_rNR^aC(O)(CH_2)_s-Q^1$, $-(CH_2)_rS(O)_p(CH_2)_s-Q^1$, $-(CH_2)_rSO_2NR^a(CH_2)_s-Q^1$, or $-(CH_2)_rNR^aSO_2(CH_2)_s-Q^1$;

provided that when n is 0 and $CR^1R^2$ is $CHNH_2$, then $Z^a$ is other than unsubstituted phenyl;

Q is, independently at each occurrence, H, a $C_{3-6}$ carbocycle or a 5-6 membered heterocycle consisting of carbon atoms and 1-4 heteroatoms selected from N, O, and $S(O)_p$;

$R^a$ is, independently at each occurrence, H, or $C_{1-4}$ alkyl;

$R^{a1}$ is, independently at each occurrence, H, or $C_{1-4}$ alkyl;

$R^{a3}$ is, independently at each occurrence, H, $C_{1-4}$ alkyl, phenyl, or benzyl;

$R^c$ is, independently at each occurrence, $C_{1-6}$ alkyl, $C_{2-6}$ alkenyl, $C_{2-6}$ alkynyl, $OR^a$, Cl, F, Br, =O, $CF_3$, $CH_2F$, $CHF_2$, $NR^aR^{a1}$, $-(CR^aR^{a1})_rC(O)R^{a1}$, $-(CR^aR^{a1})_rC(O)OR^{a1}$, $-(CR^aR^{a1})_rC(O)NR^aR^{a1}$, $-(CR^aR^{a1})_rNR^aC(O)R^{a1}$, $-(CR^aR^{a1})_rS(O)_pR^{a3}$, $-(CR^aR^{a1})_rSO_2NR^aR^{a1}$, $-(CR^aR^{a1})_rNR^aSO_2R^{a3}$, or phenyl; and

alternatively, when two $R^c$ groups are attached to adjacent carbon atoms, together with the carbon atoms to which they are attached they form a 5-6 membered carbocyclic or heterocyclic ring D substituted with 0-1 $R^{c1}$ and consisting of: carbon atoms and 0-2 heteroatoms selected from N, O, and $S(O)_p$;

provided that:

(a) when $R^4$, $R^1$, and $R^2$ are all H, then $Z^a$ is other than a benzo-fused 5-6 membered heterocycle attached at the 2- or 3-position of the 5-6 membered heterocycle; and

(b) when $Z^a$ is a benzo-fused 5-6 membered heterocycle attached at the 2- or 3-position of the 5-6 membered heterocycle, then at least one of $R^1$, $R^2$, and $R^4$ is other than H.

Claim 6. (Original) A compound according to Claim 5, wherein:

U is absent or is O, $NR^{a1}$, C(O), or $CR^a(OH)$;

Y is absent;

$R^1$ is H or $C_{1-6}$ alkylene;

provided that when n is 0 and $CR^1R^2$ is $CHNH_2$, then $Z^a$ is other than unsubstituted phenyl;

$Q^1$ is, independently at each occurrence, H, $C_{3-6}$ cycloalkyl substituted with 0-1 $R^d$, phenyl substituted with 0-2 $R^d$, or a 5-6 membered heterocycle consisting of carbon atoms and 1-4 heteroatoms selected from N, O, and $S(O)_p$, and substituted with 0-2 $R^d$;

r, at each occurrence, is selected from 0, 1, and 2; and

s, at each occurrence, is selected from 0, 1, and 2;

provided that:

(a) when $R^4$, $R^1$, and $R^2$ are all H, then $Z^a$ is other than a benzo-fused 5-6 membered heterocycle attached at the 2- or 3-position of the 5-6 membered heterocycle; and

(b) when $Z^a$ is a benzo-fused 5-6 membered heterocycle attached at the 2- or 3-position of the 5-6 membered heterocycle, then at least one of $R^1$, $R^2$, and $R^4$ is other than H.

Claim 7. (Original) A compound according to Claim 6, wherein:

U is O, $NR^{a1}$, or $CR^a(OH)$;

$Z^a$ is phenyl substituted with 1-3 $R^c$, naphthyl substituted with 1-3 $R^c$, or a heterocycle substituted with 1-3 $R^c$ and selected from pyridyl, quinolinyl, imidazolyl, benzimidazolyl, indolyl, 1,1-dioxido-2,3-dihydro-4*H*-1,4-benzothiazin-4-yl, 1,1-dioxido-3,4-dihydro-2*H*-1-benzothiopyran-4-yl, 3,4-dihydro-2*H*-chomen-4-yl, 2*H*-chomen-4-yl, pyrazolyl, and pyrazolo[1,5-a]pyridinyl;

$R^b$ is, independently at each occurrence, $C_{1-6}$ alkyl, $OR^a$, Cl, F, Br, $NR^aR^{a1}$, $C(O)R^a$, $C(O)OR^a$, $C(O)NR^aR^{a1}$, $S(O)_2NR^aR^{a1}$, $NR^aS(O)_2R^{a3}$, $S(O)_pR^{a3}$, or $CF_3$;

$R^c$ is, independently at each occurrence,$C_{1-6}$ alkyl, $C_{2-6}$ alkenyl, $C_{2-6}$ alkynyl, $OR^a$, Cl, F, Br, =O, $NR^aR^{a1}$, $CF_3$, $-(CR^aR^{a1})_rC(O)R^{a1}$, $-(CR^aR^{a1})_rC(O)OR^{a1}$, $-(CR^aR^{a1})_rC(O)NR^aR^{a1}$, $-(CR^aR^{a1})_rNR^aC(O)R^{a1}$, $-(CR^aR^{a1})_rS(O)_pR^{a3}$, $-(CR^aR^{a1})_rSO_2NR^aR^{a1}$, or $(CR^aR^{a1})_rNR^aSO_2R^{a3}$; and

alternatively, when two $R^c$ groups are attached to adjacent carbon atoms, together with the carbon atoms to which they are attached they form a 5-6 membered saturated ring consisting of: carbon atoms and 0-1 heteroatoms selected from N, O, and $S(O)_p$;

provided that:

(a) when $R^4$, $R^1$, and $R^2$ are all H, then $Z^a$ is other than a benzo-fused 5-6 membered heterocycle attached at the 2- or 3-position of the 5-6 membered heterocycle; and

(b) when $Z^a$ is a benzo-fused 5-6 membered heterocycle attached at the 2- or 3-position of the 5-6 membered heterocycle, then at least one of $R^1$, $R^2$, and $R^4$ is other than H.

Claim 8. (Original) A compound of Claim 1 selected from:

3,N-dihydroxy-2,2-dimethyl-3-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-propionamide;

3,N-dihydroxy-2-methyl-3-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-propionamide;

3,N-dihydroxy-2,2-dimethyl-3-[6-(2-methyl-quinolin-4-ylmethoxy)-naphthalen-2-yl]-propionamide;

3,N-dihydroxy-3-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-propionamide;

4,N-dihydroxy-4-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-butyramide;

2-{hydroxy-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-methyl}-4-methyl-pentanoic acid hydroxyamide;

2-benzyl-3,N-dihydroxy-3-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-propionamide;

2-furan-2-ylmethyl-3,N-dihydroxy-3-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-propionamide;

3,N-dihydroxy-3-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-2-(tetrahydro-furan-2-ylmethyl)-propionamide;

3,N-dihydroxy-2-(4-methoxy-benzyl)-3-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-propionamide;

2-(3,5-dimethoxy-benzyl)-3,N-dihydroxy-3-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-propionamide;

2-benzo[1,3]dioxol-5-ylmethyl-3,N-dihydroxy-3-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-propionamide;

3,N-dihydroxy-3-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-2-pyridin-4-ylmethyl-propionamide;

3,N-dihydroxy-3-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-2-pyridin-2-ylmethyl-propionamide;

3,N-dihydroxy-3-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-2-pyridin-3-ylmethyl-propionamide;

3,N-dihydroxy-3-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-2-morpholin-4-ylmethyl-propionamide;

4-{3-hydroxy-2-hydroxycarbamoyl-3-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-propyl}-piperidine-1-carboxylic acid *tert*-butyl ester;

3,N-dihydroxy-3-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-2-piperidin-4-ylmethyl-propionamide;

4-{3-hydroxy-2-hydroxycarbamoyl-3-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-propyl}-piperazine-1-carboxylic acid *tert*-butyl ester;

3,N-dihydroxy-3-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-2-piperazin-1-ylmethyl-propionamide;

benzyl-{3-hydroxy-2-hydroxycarbamoyl-3-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-propyl}-carbamic acid *tert*-butyl ester;

2-(benzylamino-methyl)-3,N-dihydroxy-3-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-propionamide;

{2-hydroxy-1-hydroxycarbamoyl-2-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-ethyl}-methyl-carbamic acid *tert*-butyl ester;

3,N-dihydroxy-3-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-2-(tetrahydro-pyran-4-yl)-propionamide;

3,N-dihydroxy-3-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-butyramide;

N-hydroxy-2-{2-[4-(2-methyl-quinolin-4-ylmethoxy)-phenyl]-tetrahydro-furan-2-yl}-acetamide; and

3,N-dihydroxy-3-(6-methoxy-naphthalen-2-yl)-2,2-dimethyl-propionamide;

or a stereoisomer or a pharmaceutically acceptable salt or prodrug form thereof.

Claim 9. (Original) A pharmaceutical composition, comprising: a pharmaceutically acceptable carrier and a therapeutically effective amount of a compound of Claim 1 or a pharmaceutically acceptable salt form thereof.

Claim 10. (Withdrawn) A method for treating an inflammatory disorder, comprising: administering to a patient in need thereof a therapeutically effective amount of a compound of Claim 1 or a pharmaceutically acceptable salt form thereof.

Claim 11. (Withdrawn) A method of treating a condition or disease mediated by MMPs and/or TACE, or a combination thereof in a mammal, comprising: administering to the mammal in need of such treatment a therapeutically effective amount of a compound of Claim 1 or a pharmaceutically acceptable salt form thereof.

Claim 12. (Withdrawn) A method comprising: administering a compound of Claim 1 or a pharmaceutically acceptable salt form thereof, in an amount effective to treat a condition or disease mediated by MMPs and/or TACE, or a combination thereof.
Claim 13. (Withdrawn) A method of treating according to Claim 12, wherein the disease or condition is selected from to as acute infection, acute phase response, age related macular degeneration, alcoholic liver disease, allergy, allergic asthma, anorexia, aneurism, aortic aneurism, asthma, atherosclerosis, atopic dermatitis, autoimmune disease, autoimmune hepatitis, Bechet's disease, cachexia, calcium pyrophosphate dihydrate deposition disease, cardiovascular effects, chronic fatigue syndrome, chronic obstruction pulmonary disease, coagulation, congestive heart failure, corneal ulceration, Crohn's disease, enteropathic arthropathy, Felty's syndrome, fever, fibromyalgia syndrome, fibrotic disease, gingivitis, glucocorticoid withdrawal syndrome, gout, graft versus host disease, hemorrhage, HIV infection, hyperoxic alveolar injury, infectious arthritis, inflammation, intermittent hydrarthrosis, Lyme disease, meningitis, multiple sclerosis, myasthenia gravis, mycobacterial infection, neovascular glaucoma, osteoarthritis, pelvic inflammatory disease, periodontitis, polymyositis/dermatomyositis, post-ischaemic reperfusion injury, post-radiation asthenia, psoriasis, psoriatic arthritis, pulmonary emphysema, pydoderma gangrenosum, relapsing polychondritis, Reiter's

syndrome, rheumatic fever, rheumatoid arthritis, sarcoidosis, scleroderma, sepsis syndrome, Still's disease, shock, Sjogren's syndrome, skin inflammatory diseases, solid tumor growth and tumor invasion by secondary metastases, spondylitis, stroke, systemic lupus erythematosus, ulcerative colitis, uveitis, vasculitis, and Wegener's granulomatosis.

Claim 14. (Withdrawn) A method for treating inflammatory disorders, comprising: administering, to a host in need of such treatment, a therapeutically effective amount of a compound of Claim 1 or a pharmaceutically acceptable salt form thereof, in combination with one or more additional anti-inflammatory agents selected from selective COX-2 inhibitors, TNF-α inhibitors and TNF-α antibody or protein sequestration agents.

Claims 15-18. (Canceled)